

**Hamilton County  
Convention Facilities Authority (CFA)  
Meeting Minutes**

To: Board Members, Hamilton County Convention Facilities Authority

From: Timothy H. Riordan, Secretary to the Board

Subject: Meeting #2: June 6, 2003

CFA Members present: Nat Comisar, Larry Grypp, Gwen McFarlin, Daniel Meyer,  
Derrick Parham, Mark Schutte, James Sumner, Kathryn Wagner

Absent: Paul Brehm, Eric Kearney, Virgil Lovitt

Also present: Tim Riordan, Roger Friedmann, Bill Moller, Jerry Luttenegger,  
Chuck Haas, Dale Lewis, Lea Eriksen, Rich Dilley, Tim Offtermat,  
Eric Stuckey

**1. Call to Order.**

The meeting of the Hamilton County Convention Facilities Authority was called to order by Chairman Dan Meyer at 11:45 a.m.

**2. Approval of Minutes**

The minutes were reviewed and approved unanimously.

**3. Update on the Convention Center Expansion and Renovation Project**

Mr. Rich Dilley, URS Program Manager, presented an update on the progress of the design and implementation of the facility. His report (Attachment 1) included progress on design, other project related achievements, and an indication of future milestones. Those milestones included the beginning of construction documents on or about July 1, the bidding schedule which would start in November, and the construction schedule beginning in April 2004. He also presented a table showing the time frame for the various bidding contracts.

**4. Briefing on Action Items Required of the CFA to issue Bonds**

Bill Moller and Tim Offtermat the financial advisor from A.G. Edwards presented an outline (Attachment 2) of actions and steps needed to issue bonds for the construction of the Convention Center Renovation and Expansion. The current plan is to issue bonds sometime between September and November. Members of the CFA were eager to take advantage of the low interest rates.

## **5. Report on CFA D & O Insurance**

Chuck Haas presented a paper (Attachment 3) indicating the alternatives which the CFA had to consider for the purchase of D & O Insurance. A motion was made, seconded, and approved to purchase D & O Insurance. The insurance would be for \$5 million. It would not include terrorist and employee coverage and it would cost slightly under \$50,000 per year. In addition the CFA would agree to indemnify the board members for the deductible. A "tail" policy would also be put in place at the end of the CFA term. An official resolution so indicating this would be presented at the next board meeting.

## **6. Action on CFA Resolutions**

- a. Resolution of intent to issue bonds.

The resolution passed unanimously.

- b. Proposed Amendment to City/County CFA Memorandum of Understanding

The proposed resolution died for lack of a second.

- c. Proposed Amendment to the Bylaws

The proposed amendment was adopted unanimously. It established the dates of the annual meeting as the second Friday in January and the first Friday in June.

## **9. Other Business**

Mr. Riordan reported on the FYI report presented to the board indicating that the City and CFA as directed by previous CFA resolutions and the MOU would be entering into a contract whereby the City would provide design and construction services for the CFA and the first part of the contract would be for \$2.8 million which should cover all costs until the bonds are issued. (Attachment 4)

## **10. Next Meeting.**

- a. The next business meeting will likely be in early August, date to be arranged.
- b. Final design presentation. We estimate that meeting will be July 9 with the time and location to be determined. The meeting will be held in conjunction with the City Council and the County Commissioners.

# Cincinnati Convention Center Expansion and Renovation

## Project Status Report

For  
Convention Facilities Authority  
6 June 2003

### Current Status of the Project:

#### Design Development:

- Design Development Documents have been prepared/presented for concurrent price estimate generation by A/E team estimators and the CM estimators. The two independent estimates will be generated by 20 June, jointly reconciled between one another by 27 June and presented to the project management team on 30 June.
- The A/E team is finalizing the Design Development documents for final submission on 30 June.
- The Design Development presentation originally scheduled for presentation on 2 July may be rescheduled for 9 July or another date mutually agreeable to all participants.

#### Other Achievements:

- Owner Controlled Insurance Program is being implemented with the Professional Liability Policy now in place. The next steps, to implement Workers Compensation coverage under the program, are underway by sending application to the State Bureau Workers Compensation.
- A consolidated project office was established 5 May, at 619 Central Ave., in the ground level of the Page Tower Bldg. The office houses the staff of all the project management team: URS, Projdel, Ellington Management Services, Hunt Construction Group, Foxx Construction, D. Butler Management Consulting and the A/E staff of Cincinnati Architects Collaborative.
- Concurrent with design development work the contract boiler plate, general conditions, special conditions and Division 1 of the contract

documents are being developed and coordinated with the City's Purchasing Dept and Small Business Enterprise Program.

- Small Business Enterprise outreach efforts, the public information program and customer information programs have been continued with outreach events conducted and future events planned. Published articles have been placed in various Convention trade publications.
- The project team continues to meet periodically with the GCCVB, Convention Center management, convention event planners and to review booked events to assure their accommodation during building renovation.

#### Future Milestones:

- Construction Documents will begin preparation on 1 July and be completed in four major packages for the initial construction bidding to begin in November of this year. Two bid packages will be released in December with the final bids taken in February of 2004.
- Construction contracts will be awarded and construction work begins in April of 2004.
- Relocation of WCPO TV begins in May of next year with demolition of the building scheduled in June 2004. WCPO's relocation process is on schedule at this time.

# CINCINNATI CONVENTION CENTER (DRAFT)

4/1/2003

## Bid Package A

## Bid Package B

## Bid Package C

## Bid Package D

WCPO Building Demolition, MEP Major Equipment, Expansion Earthwork, Utilities, Foundations	Structural Steel	Renovation/Expansion	Expansion Enclosure, Concrete, Interiors & Finishes	
10/14/03	11/11/03	12/02/03	01/13/04	Issue CD Date
11/04/03	12/02/03	12/23/03	02/10/04	Date of First Ad
11/11/03	12/09/03	01/06/04	02/17/04	Pre-Bid Meeting
12/11/03	01/15/04	02/02/04	03/19/04	Bid Opening
01/09/04	02/11/04	02/27/04	04/15/04	Award
Demolition of WCPO Building Boilers (Equipment Purchase) Earthwork/Utilities/Piles/Access Road (E&R)	Structural Steel (E&R) Including: Steel Stairs & Rails Catwalk & Rails Cincy Sign Steel Fireproofing & Acoustical Insulation (E&R) Concrete Pile Caps, Grade Beams, etc.	General Conditions (E&R) Miscellaneous Metals-Stair & Rail & Infill at 3rd Floor Food Service Equip. (E&R) Elevators & Escalators (E&R) HVAC (E&R) Plumbing (E&R) Fire Protection (E&R) Electrical (E&R) Block - CMU (E&R) Doors, Frames, Hardware (E&R) Drywall/Ceilings/Operable Parts/Acoust. Wall Panels /Firestopping/Caulk/Sealants (E&R) Millwork (E&R)  Specialties: Glazing & Mirrored Glass / Toilet Part / Toilet Access / Entry Mats / Misc Equip / Misc Furnishings (E&R) Overhead Doors (E&R) Temp. Conditions (E&R) Misc. Demolition (E&R)	Loading Dock Equipment (E&R) All other Concrete (E&R) Misc. Metals (all other) Landscaping Hard Floors/Wall Tile (all other) Soft Floor (all other) Painting/Wall Cover (all other) Brick/Granite/Pavers (E&R) Signage & Graphics (all other) Roofing Metal Panels & Louvers (E&R) Curtainwall (E&R) Hardscape (E&R)	
Please note the items listed below are for Concessions & Toilets Hall C, Admin Offices, 3rd Floor Work				
Hard Floors/Wall Tile				
Soft Floor				
Painting / Wall Covering				
Signage & Graphics				

## **Hamilton County Convention Facilities Authority (CFA)**

### **Update on Action Items for CFA Bond Sale**

CFA Meeting June 6, 2003

#### **Development of Cooperative Agreement between CFA, City, and County**

- Govern tax sharing
- Govern construction and operating rights and responsibilities of the parties
- Govern interim funding and reimbursement
- Squire, Sanders & Dempsey (Special Counsel) and Peck, Shaffer & Williams (Bond Counsel) are developing the document in draft form currently

#### **Development of Ground Lease**

- Retention of City title in the parcel on which the expansion property is constructed

#### **Development of Lease of Existing Facility**

- Lease of existing facility by City to CFA
- Operations of all property to be governed by Cooperative Agreement

#### **Development of Equity Fund Loan Agreement**

- Execution prior to CFA bond issue
- Timing

#### **Development of Naming Rights Agreement**

- Execution prior to CFA bond issue
- Timing

#### **Development of Financing Documentation**

- CFA authorization
- Appointment of professionals
- Preliminary official statement
- Trust agreement
- Credit analysis and bond sale
- Bond sale likely 4Q 2003

## CFA - DIRECTORS AND OFFICERS LIABILITY INSURANCE QUOTES

<u>LIMITS</u>	<u>DEDUCTIBLE</u>	<u>PREMIUM</u>	<u>PREMIUM</u> <u>W/TERRORISM</u>	<u>PREMIUM</u> <u>W/EPL</u>	<u>PREMIUM</u> <u>W/TERRORISM &amp; EPL</u>
\$1,000,000	\$25,000	\$19,219	\$22,102	\$24,024	\$27,628
\$3,000,000	\$25,000	\$38,390	\$45,165	\$56,457	\$64,926
\$5,000,000	\$50,000	\$49,009	\$56,360	\$57,658	\$66,307

**TERRORISM** (COVERAGE FOR FOREIGN ACTS OF TERROR CERTIFIED BY THE FEDERAL GOVERNMENT)

**EPL** (EMPLOYMENT PRACTICES LIABILITY - COVERAGE FOR SEXUAL HARASSMENT, DISCRIMINATION, WRONGFUL TERMINATION, BREACH OF EMPLOYMENT CONTRACT, WRONGFUL DISCIPLINE, ETC.)

**INSURER**                      **AIG**

### TYPICAL INSURING AGREEMENT:

The Insurer shall pay in connection with a **Wrongful Act** which takes place before or during the Policy period:

all **Loss** on behalf of any **Insured Individual or Policyholder** arising from any **Claim** for a **Wrongful Act** first made against such Insured:

**Wrongful Act(s)** means: any error, misstatement, misleading statement, act, omission, neglect, or breach of duty actually or allegedly committed or attempted by: any **Insured Individual or Policyholder** in their capacity as such; any matter claimed against any Insured solely by reason of their serving in such capacity.

**Claim(s)** means the receipt by any Insured of: a written demand against any Insured for monetary damages or other relief; a civil, arbitration, administrative, investigative or regulatory proceeding against any Insured commenced by: the service of a complaint or similar pleading; the filing of a notice of charge, investigative order or like document; or written notice or subpoena from an authority identifying such Insured as an entity or person against whom a formal proceeding may be commenced, or a criminal investigation or proceeding against any Insured commenced by: the return of an indictment, information, or similar pleading; or written notice or subpoena from an authority identifying such Insured as an entity or individual against whom a formal proceeding may be commenced.

**Loss** means the amount(s) which the Insureds become legally obligated to pay on account of a claim, including damages, judgements, any award of pre-judgement or post-judgement interest, settlement amounts, costs and fees awarded pursuant to judgements, and Defense Costs.